

Attorney or Professional Name, Address, Telephone and FAX Timothy Skillman CR3 Partners, LLP 6171 West Century Boulevard, Suite 350 Los Angeles, CA 90045 T: 800-728-7276 Restructuring and Financial Advisors for Michael McConnell, Chapter 11 Trustee		
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA		
In re: HVI CAT CANYON, INC., Debtor	Chapter 11 Case Number 9:19-bk-11573-MB Professional Fee Statement Number: <u>1</u> Month of: <u>10/21-11/30</u> , 20 <u>19</u>	

1. Name of Professional:	CR3 Partners, LLP
2. Date of entry of order approving employment of the professional:	Pending, See Attachment at Paragraph No. 2
3. Total amount of pre-petition payments received by the professional:	\$0.00
4. Less: Total amount of pre-petition services rendered and expenses:	-0.00
5. Balance of funds remaining on date of filing of petition:	\$ See Attachment at Paragraphs Nos. 3 and 4
6. Less: Total amount of all services rendered per prior fee statements: (Line 6 is not used when filing Statement Number 1).	-
7. Less: Total amount of services and expenses this reporting period:	- See Attachment at Paragraph Nos. 5
8. Balance of funds remaining for next reporting period:	\$ See Attachment at Paragraphs Nos. 3 and 4

DETAILED DOCUMENTATION SUPPORTING THE PROFESSIONAL FEES EARNED AND THE EXPENSES INCURRED DURING THIS REPORTING PERIOD HAS BEEN SERVED ON THE UNITED STATES TRUSTEE. A COPY OF THE DETAILED DOCUMENTATION WILL BE PROVIDED BY THE PROFESSIONAL TO ANY PARTY UPON REQUEST. FEES AND COSTS WILL BE WITHDRAWN FROM THE TRUST ACCOUNT IN THE AMOUNT STATED IN ITEM 7 ABOVE UNLESS AN OBJECTION IS FILED WITH THE CLERK OF THE COURT AND SERVED ON THE PROFESSIONAL NAMED ABOVE WITHIN 10 DAYS FROM THE DATE OF SERVICE OF THIS STATEMENT.

9. Total number of pages attached hereto:	
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The above is a true and correct statement of fees earned and expenses incurred during the indicated reporting period.

Dated: December 6, 2019

Timothy Skillman

Type Name of Professional

Timothy Skillman

Signature of Professional

Type Name of Attorney for Professional (if applicable)

Signature of Attorney for Professional (if applicable)

ATTACHMENT TO PROFESSIONAL FEE STATEMENT NO. 1
CR3 Partners, LLP

1. Michael A. McConnell was appointed as Chapter 11 Trustee for HVI Cat Canyon, Inc. (the “debtor”) on or about October 21, 2019.
2. On or about November 14, 2019, the Trustee filed the *Notice Of Application And Application To 1) Employ CR3 Partners, LLP As Restructuring/Financial Advisor And 2) Approve Engagement Agreement* (the “Application” docket no. 510). On or about December 4, 2019, the Trustee lodged an order on its Application. This Professional Fee Statement is contingent upon the Court’s approval of the employment of CR3 Partners, LLP (“CR3”) and the amounts will only be paid in accordance with the Office of the United States Trustee Guidelines, and only if the Court approves CR3’s employment and the Fee Procedures Motion discussed in paragraph 3 below.
3. Pursuant to the budget filed on or about November 7, 2019 (the “Budget,” docket no. 474), which the Court approved by order entered on or about November 27, 2019 (docket no. 572), UBS, LLC (“UBS”) loaned money to the Trustee for operations including a carve-out weekly reserve for the Trustee and his professionals, and for professionals retained by the Official Committee of Unsecured Creditors (the “Committee”). These funds are being deposited weekly into segregated accounts for the Trustee’s professionals and for the Committee’s professionals.
4. On or about November 14, 2019, the Trustee filed a *Motion Of Chapter 11 Trustee For Order (1) Establishing Procedures For The Payment Of Interim Compensation And Reimbursement Of Expenses (11 U.S.C. §§ 105(a) and 331), And Authorizing Payment On A Monthly Basis (11 U.S.C. § 328)* (the “Fee Procedures Motion,” docket no. 511), which proposes to make monthly payments in this case to the extent of funds carved-out by the lender and designated for that purpose, or free and clear funds, if any. On or about December 4, 2019, the Trustee lodged an order on the Fee Procedures Motion. Assuming that it is approved by the Court, subject to resolution of any timely objection to the Professional Fee Statement, the Trustee may pay the professional the lesser of (a) 80% of the fees and expenses requested in the monthly statement, and (b) the aggregate amount of fees and expenses requested in the monthly statement as to which no timely objection was made.
5. Request for Payment of Professional Fees: During the period from October 21, 2019 through November 30, 2019 (the “Subject Period”), CR3 has incurred fees and costs of \$375,177 and \$14,424, respectively for a total of \$389,601. \$311,681 at present is being held under the carve-out in the segregated account for CR3 to secure its fees and costs. Thus, in accordance with the Budget and the Fee Procedures Motion, CR3 is requesting that it be paid its fees and costs for the Subject Period of \$311,681.
6. Professional Statement No. 1: This is the first Professional Statement by CR3. No compensation or reimbursement of expenses have been paid to CR3 to date.

PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is 1901 Avenue of the Stars, Suite 450, Los Angeles, CA 90067-6006.

A true and correct copy of the foregoing document entitled (*specify*): **PROFESSIONAL FEE STATEMENT NO. ONE** will be served or was served (a) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (b) in the manner stated below:

1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF): Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On December 6, 2019, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

☒ Service information continued on attached page.

2. SERVED BY UNITED STATES MAIL: On December 6, 2019, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

Debtor
HVI Cat Canyon, Inc.
c/o Capitol Corporate Services, Inc.
36 S. 18th Avenue, Suite D
Brighton, CO 80601

Debtor
HVI Cat CANYON, INC.
630 Fifth Avenue, Suite 2410
New York, NY 10111

☒ Service information continued on attached page.

3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL (*state method for each person or entity served*): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on December 6, 2019, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

Served by Personal Delivery to be delivered by December 9, 2019

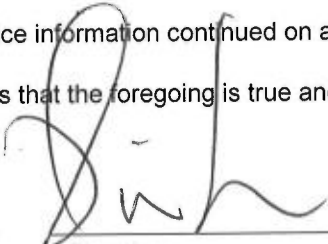
The Honorable Martin R. Bash
U.S. Bankruptcy Court
21041 Burbank Boulevard, Bin on 1st Floor outside entry to Intake Section
Woodland Hills, CA 91367

☒ Service information continued on attached page.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

December 6, 2019
Date

Vivian Servin
Printed Name


Signature

ADDITIONAL SERVICE INFORMATION (if needed):

1. SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING ("NEF")

- **William C Beall** will@beallandburkhardt.com, carissa@beallandburkhardt.com
- **Alicia Clough** aclough@loeb.com, mnielson@loeb.com, ladocket@loeb.com
- **Marc S Cohen** mscohen@loeb.com, kyles@loeb.com
- **Alec S DiMario** alec.dimario@mhllp.com,
debra.blondheim@mhllp.com; Syreeta.shoals@mhllp.com
- **Karl J Fingerhood** karl.fingerhood@usdoj.gov, efile_ees.enrd@usdoj.gov
- **H Alexander Fisch** Alex.Fisch@doj.ca.gov
- **Don Fisher** dfisher@ptwww.com, tblack@ptwww.com
- **Brian D Fittipaldi** brian.fittipaldi@usdoj.gov
- **Gisele M Goetz** gmgoetz@hbsb.com, ggoetz@collegesoflaw.edu
- **Karen L Grant** kgrant@silcom.com
- **Ira S Greene** Ira.Greene@lockelord.com
- **Matthew C. Heyn** Matthew.Heyn@doj.ca.gov, mcheyn@outlook.com
- **Brian L Holman** b.holman@musickpeeler.com
- **Eric P Israel** eisrael@DanningGill.com,
danninggill@gmail.com; eisrael@ecf.inforuptcy.com
- **Razmig Izakelian** razmigizakelian@quinnemanuel.com
- **Alan H Katz** akatz@lockelord.com
- **John C Keith** john.keith@doj.ca.gov
- **Jeannie Kim** jkim@friedmanspring.com
- **Maxim B Litvak** mlitvak@pszjlaw.com
- **Michael Authur McConnell (TR)** Michael.mcconnell@kellyhart.com
- **Brian M Metcalf** bmetcalf@omm.com
- **David L Osias** dosias@allenmatkins.com,
bcrfilings@allenmatkins.com, kdemorest@allenmatkins.com, csandoval@allenmatkins.com

- **Darren L Patrick** dpatrick@omm.com, darren-patrick-1373@ecf.pacerpro.com
- **Jeffrey N Pomerantz** jpomerantz@pszjlaw.com
- **Todd C. Ringstad** becky@ringstadlaw.com, arlene@ringstadlaw.com
- **Mitchell E Rishe** mitchell.rishe@doj.ca.gov
- **Sonia Singh** ssingh@DanningGill.com,
danninggill@gmail.com,ssingh@ecf.inforuptcy.com
- **Daniel A Solitro** dsolitro@lockelord.com, ataylor2@lockelord.com
- **Ross Spence** ross@snowspencelaw.com,
janissherrill@snowspencelaw.com;donnasutton@snowspencelaw.com;brittanyDecoteau
@snowspencelaw.com
- **Christopher D Sullivan** csullivan@diamondmccarthy.com,
mdomer@diamondmccarthy.com;kmartinez@diamondmccarthy.com
- **Jennifer Taylor** jtaylor@omm.com
- **John N Tedford** jtedford@DanningGill.com,
danninggill@gmail.com;jtedford@ecf.inforuptcy.com
- **Salina R Thomas** bankruptcy@co.kern.ca.us
- **Patricia B Tomasco** pattytomasco@quinnemanuel.com,
barbarahowell@quinnemanuel.com;cristinagreen@quinnemanuel.com
- **Fred Whitaker** lshertzer@cwlawyers.com
- **William E. Winfield** wwinfield@calattys.com, scuevas@calattys.com
- **Richard Lee Wynne** richard.wynne@hoganlovells.com,
tracy.southwell@hoganlovells.com;cindy.mitchell@hoganlovells.com
- **Emily Young** pacerteam@gardencitygroup.com,
rjacobs@ecf.epiqsystems.com;ECFInbox@epiqsystems.com
- **Aaron E de Leest** adeleest@DanningGill.com,
danninggill@gmail.com;adeleest@ecf.inforuptcy.com

2. SERVED BY UNITED STATES MAIL:

Office of the U.S. Trustee
1415 State Street, Suite 148
Santa Barbara, CA 93101

REQUESTS FOR SPECIAL NOTICE

Attorneys for Buganko

Philip W. Ganong
Ganong Law
930 Trustun Avenue, Suite 102
Bakersfield, CA 93301

3. SERVED VIA EMAIL:

Michael A. McConnell, Trustee – Michael.McConnell@kellyhart.com
Max Litvak, Esq. – mlitvak@pszjlaw.com
Evan Jones, Esq. – ejones@omm.com
Eric Vanhorn – ericvanhorn@spencerfane.com